

1. Respondent is a “charitable organization” as defined in section 79-11-501(a)(1) (2001) of the Act;
2. Between November 06, 2007, and March 28, 2008, Respondent failed to maintain an effective registration statement with the Division as required by the Act;
3. Between November 06, 2007, and March 27, 2008 the Respondent solicited contributions from individuals in Mississippi;
4. Therefore, Respondent solicited contributions from Mississippi residents during the period in question, in violation of section 79-11-503(3) of the Act.

II.

Respondent, under the terms of this Consent Agreement and solely for the purpose of resolving the foregoing allegations, stipulates without a hearing to the matters set forth in Paragraph I. Respondent consents to the issuance of this Consent Agreement and further consents and agrees to the undertakings contained herein with no formal administrative hearing and determination of wrongdoing. Furthermore, the undersigned agent for Respondent acknowledges he has been lawfully vested with the authority to enter into this Consent Agreement on behalf of Respondent.

III.

THEREFORE, in consideration of a final resolution of the matters set forth herein, the Division and Respondent hereby agree and stipulate as follows:

1. Respondent stipulates to the jurisdiction of the Division (under the authority of the Act), as to all matters contained herein, and acknowledges that the issuance of this Consent Agreement is solely for the purpose of resolving the matters set forth in Section I *supra*.
2. The Division shall impose a penalty upon the Respondent in the amount of One Thousand Dollars (\$1000.00). Respondent shall remit payment to the Division, payable to the "Mississippi Secretary of State" upon execution of this Agreement.
3. This Consent Agreement is in resolution of the matters contained herein. As a result of this Consent Agreement, the matters addressed under the scope of this agreement cannot be used as a basis for action by the Division except in determining any penalty as may be imposed by the Division for any future violations of the Act committed by the Respondent and as set forth below.
4. Respondent agrees to comply with the provisions of the Act as currently in effect or as may be subsequently amended.

IV.

In the event Respondent fails or neglects to comply with any of the terms, stipulations or undertakings set forth in this Consent Agreement, the Division may, without notice to Respondent, unilaterally rescind this Agreement and institute any legal or administrative proceedings it deems appropriate including, but not limited to, proceedings to address the matters set forth within this agreement.

DELBERT HOSEMANN
Secretary of State

By:

Mel Thomas

MELANIE THOMAS
Senior Attorney

Date:

04/16/08

TOYS 'R' US CHILDREN'S FUND, INC.

By:

Peter W. Weiss

Sign Name

Print Name:

PETER W. WEISS

Title:

DIRECTOR

Date:

5/2/08